

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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VIRGIN SCENT, INC., <i>doing business as</i>	:	
ARTNATURALS,	:	
	:	
Plaintiff,	:	
-against-	:	23-CV-2440 (VEC)
	:	
	:	<u>ORDER</u>
SANDLER AND TRAVIS, P.A., P.C. AND DOES:	:	
1–10,	:	
	:	
Defendants.	:	
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VALERIE CAPRONI, United States District Judge:

WHEREAS on March 22, 2023, Plaintiff filed a Complaint against Sandler and Travis, P.A., P.C. (“Sandler and Travis”) and Does 1–10; Compl., Dkt. 1;

WHEREAS Plaintiff alleges that the Court’s subject-matter jurisdiction is premised on diversity, 28 U.S.C. § 1332(a)(2), *id.* ¶ 17;

WHEREAS the citizenship of a corporation for diversity purposes is determined by the corporation’s place of incorporation and principal place of business, *see In re Balfour MacLaine Int’l Ltd.*, 85 F.3d 68, 76 (2d Cir. 1996);

WHEREAS the citizenship of an unincorporated association for diversity purposes is determined by “the citizenship of each and every member of that association,” *Jaser v. N.Y. Prop. Ins. Underwriting Ass’n*, 815 F.2d 240, 242 (2d Cir. 1987); *see also Americold Realty Trust v. Conagara Foods, Inc.*, 577 U.S. 378, 381 (2016);

WHEREAS Plaintiff must affirmatively plead facts establishing each party’s citizenship, including the citizenship of any unincorporated party’s members or partners, *see Prospect*

Funding Holdings, LLC v. Fennell, No. 15-CV-4176 (LLS), 2015 WL 4477120, at *1–2 (S.D.N.Y. July 15, 2015) (collecting cases);

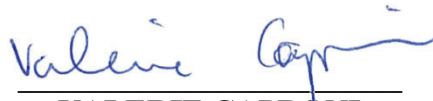
WHEREAS Plaintiff alleges that Sandler and Travis is a “professional association and law firm” organized under the laws of Florida with a principal place of business in New York and with partners residing in, “among other places,” New York, Compl. ¶ 14; and

WHEREAS the case caption in the Complaint identifies Sandler and Travis both as a “professional association” and as a “professional corporation” but the Complaint does not clearly allege whether, for purposes of diversity jurisdiction, Sandler and Travis is an association or a corporation, *id.* at 1;

IT IS HEREBY ORDERED that not later than **Thursday, March 30, 2023**, Plaintiff must file a memorandum of law explaining the basis for its contention that the Court has subject-matter jurisdiction based on diversity.

SO ORDERED.

Date: March 23, 2023
New York, New York



VALERIE CAPRONI
United States District Judge